

BOARD OF GOVERNORS OF CONCORDIA UNIVERSITY

MINUTES OF THE OPEN SESSION OF THE MEETING OF THE BOARD OF
GOVERNORS HELD ON WEDNESDAY, 25 SEPTEMBER 1991, IMMEDIATELY
FOLLOWING THE CLOSED SESSION, IN ROOM GM 407-1, SGW CAMPUS

Attendance: Present: Me A. Gervais, Chairman, Mr. B. Aune, Ms. L Brodrick, Ms. E. Brown, Dr. R. M. H. Cheng, Mr. T. Dowd, Mr. J. N. Economides, Mr. L. Ellen, Mr. H. Farias, Mr. J. R. Firth, Prof. S. Friedland, Dr. D. B. Frost, Mr. R. X. Groome, Dr. H. Habib, Mr. P. Howlett, Mr. P. Ivanier, Dr. P. Kenniff, Rector, Dr. V. H. Kirpalani, Mr. F. Knowles, Sister E. McIlwaine, Mr. D. W. McNaughton, Dr. R. H. Pallen, Mr. D. Pomerleau, Mr. R. Renaud, Mr. J. H. Smith, Mr. S. Tamas, Mr. C. I. Taylor, Ms. M. Vennat, Mr. G. Vézina, Ms. S. Woods

Officers of the University: Dr. C. Giguère, Dr. R. Sheinin, Me B. Gaudet

Absent: Chief Justice A. B. Gold, Chancellor, Mr. A. Benedetti, Mr. D. D'Alessandro, Ms. M. Donaldson, Mr. R. Lawless, Mr. A. H. Michell, Me J. J. Pepper, Mr. H. Santos, Mr. W. W. Stinson, Dr. M. Cohen

Guest: Dr. Harald Proppe

DOCUMENTS CONSIDERED AND ATTACHED TO THESE MINUTES:

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| BG-91-7-D55 | - Proposed list of Standing Committee Members for 1991-92 |
| | BG-91-7-D56 Memo from Mr. John Noonan recommending Senate representatives to the Graduation Ceremonies Committee |
| BG-91-7-D57 | - Memo from Dr. Donald Boisvert outlining proposed changes to the composition of the CCSL |
| BG-91-7-D58 | - Memo from Dr. Donald Boisvert introducing the Implementation Report on student services |
| BG-91-7-D59 | - Implementation Report of the Task Force on the review of Student Services |
| BG-91-7-D60 | - Explanatory notes on the Draft Deed to modify the December 1988 Development Agreement |
| BG-91-7-D61 | - Draft Deed to modify the December 1988 Development Agreement |
| BG-91-7-D62 | - Addendum to the Report on Sundry Fees approved by the Office of the Rector |
| BG-91-7-D63 | Letter from Mr. Martin Desmeules requesting authorization for the Minister of Finance to negotiate a Bond Issue on Concordia's behalf |
| BG-91-7-D64 | - Letter from Me Andrée Blais, notary, respecting purchase of a lane from the City of Montréal |

BG-91-7-D65 - Draft Deed of Sale of a lane between Belmore St. and Terrebonne St.

1.1 Call to Order

The Open Session was called to order at 8:21 a.m.

1.1 Chairman's Remarks

The Chairman welcomed all returning and new Governors, expressing a wish for a pleasant and productive year on the Board.

1.2 Approval of the Agenda

The Agenda was approved with the addition of three items: a letter received by the Chairman on the subject of the CUSA Handbook; formation of an ad hoc committee to review structures and procedures of evaluation and advisory search committees; an announcement by Ms. Brodrick about the Homecoming.

1.3 Approval of the Minutes

It was moved and seconded (Farias, Kirpalani) and unanimously RESOLVED:

R91-71 *THAT the Minutes of the Open Session of the previous meeting, held on 19 June 1991, be approved.*

2. Business arising from the Minutes

There was no business arising from the Minutes.

3. Election of the members of various Standing Committees of the Board

The Chairman explained that he and Dr. Kenniff had prepared membership lists for the Standing Committees which were being proposed to the Board for approval. Referring to a letter he had received from Mr. Joe Serruya, CUSA Vice-President for Education, requesting certain changes in the placement of student Governors, Me Gervais said that changes could be made at any time of the year and all requests would certainly be taken into consideration. The specific request from CUSA had come too late to be incorporated into the proposal which was on the floor. The Chairman recommended that the membership, as proposed, be approved and revised at the October meeting if necessary.

It was moved and seconded (Taylor, Firth) and unanimously RESOLVED:

R91-D72 *THAT, on the recommendation of the Chairman of the Board of Governors, the members of the various Standing Committees, as proposed in Document BG-91-7-D55, be elected for a one-year term ending in September 1992.*

Mr. McNaughton noted the absence of a Vice-Chairman for the Graduation Ceremonies Committee; Me Gervais answered that, in consultation with Judge Gold, a Vice-Chairman or Vice-Chairwoman would soon be selected.

4. Election of three Senate representatives to the Graduation Ceremonies Committee

The recommendation for three representatives of Senate to participate on the Graduation Ceremonies Committee was presented to the Board for approval.

It was moved and seconded (Kenniff, Knowles) and unanimously RESOLVED:

R91-73 *THAT, on the recommendation of Senate, Dean Robert J. Parker, Prof. Anna Beth Doyle and Prof. Phoivos D. Ziogas be elected to the Graduation Ceremonies Committee for a one-year term ending in September 1992.*

5. Approval of modifications to the composition of the Concordia Council on Student Life (CCSL)

Referring to supporting Document BG-91-7-D59, the Implementation Report of the Task Force on the Review of Student Services, Mr. Knowles suggested that the document be referred for discussion to the next meeting of the Executive Committee, and then be returned to the Board for approval. The Board, he said, has a responsibility even in the area of student services. Me Gervais agreed that the question be put on the agenda of the Executive Committee for its next meeting.

Mr. Dowd asked for an explanation of the undergraduate student presence on the CCSL. This is outlined on page two of Document BG-91-7-D57, which reads: "Seven undergraduate students (appointed by CUSA, representing each of the Faculties)." Will the student places be filled to represent Faculties according to their number in each Faculty, he asked, and if not, how will the seven places be distributed among four Faculties? It is the responsibility of CUSA to decide how to allocate student seats on the CCSL, Dr. Giguère answered.

Dr. Kenniff advised the Governors that these documents were transmitted for information only, the CCSL being an organ of internal administration. Proposed changes in the composition of the CCSL merely reflect changes which have been effected in the organization of the student services unit which is the responsibility of the Vice-Rector, Services. Although the interest and concern of Board members is appreciated, the Board should not be perceived to intervene in the internal affairs of the University

administration, and should not delay the adoption of this technical change. The motion on the floor is fundamental to the estimation of grant revenues from the province, and should accurately reflect the allocation of responsibilities within the unit. Further, the Rector said, the director of each sector will be included in the CCSL and have significantly more input than was previously the case.

Me Gervais responded, first, that there was no question of delaying the vote on the motion, and, secondly, that the Board of Governors does have the authority and the responsibility to review the philosophy enunciated in University documents.

Dr. Cheng expressed concern over the proposed reduction of faculty representatives from two persons to one. Dr. Giguère agreed in principle, but said that faculty members had, in the past, demonstrated reluctance to participate on the CCSL. Given the increase in membership necessary to include the directors of the six directorates of student services and to observe the principle of parity between student and non-student representatives, Dr. Giguère said that it seemed unnecessary to retain two faculty members.

Mr. Farias said he preferred the original composition to that being proposed; he was concerned about changing the ratio of undergraduate to graduate students, about the lack of representation of Fine Arts students, and the reduction of faculty members to one.

Dr. Giguère reminded the Governors that the motion being proposed would merely allow for modification of the composition of the CCSL to reflect the changes already effected in the structure of student services following the creation of an Associate Vice-Rectorate for student services in December 1990.

Mr. Taylor suggested a one-year trial period for the proposed composition. If necessary, it could be reconsidered later.

It was moved and seconded (Vézina, Brodrick) and carried with four opposed and five abstentions:

R91-74 *WHEREAS changes were recently introduced in the structure of Student Services, pursuant to an Implementation Report dated May 1991 (Document BG-91-7-D59);*

WHEREAS the Concordia Council on Student Life (CCSL), which derives its authority directly from the Board of Governors, plays a central role in determining clear priorities for student life and student services at the University;

AND

WHEREAS it is advisable that the composition of CCSL be modified in order to reflect the revised organization for Student Services;

THAT, on the recommendation of the Associate Vice-Rector, Services, the proposed modifications to the composition of the Concordia Council on Student Life (CCSL), as outlined in Document BG-91-7-D57, be approved.

6. Approval of a Draft Deed modifying the development agreement entered into with the City of Montréal in December 1988

Mr. Ivanier explained that this revision to the existing development agreement relieves Concordia of any obligation to compensate the City of Montréal for loss of revenue resulting from the temporary removal of parking meters on Bishop St., Mackay St. and de Maisonneuve Blvd., having both retroactive and immediate effect.

Mr. Smith questioned an amendment extending the construction period by eight months, asking whether this meant that the anticipated date of completion was eight months later than expected. Dr. Giguère answered "No"; the September 1992 inauguration date was unchanged. there had been a delay in the initial stages of construction which was simply being recorded in the agreement.

Similarly, in response to Ms. Brown who enquired whether the update of capital investment from \$35 million to \$50 million represented expenditures in excess of those projected, Dr. Giguère explained that this amendment would bring the agreement up to date. Parameters placed on construction costs are being respected; the contractor's estimate of \$50 million was followed by renegotiation of provincial funds for the project.

It was moved and seconded (Ivanier, Friedland) and unanimously RESOLVED:

R91-75 *WHEREAS Concordia University has requested certain modifications to the Development Agreement entered into with the City of Montréal on 22 December 1988, regarding the Downtown Library Project; and*

WHEREAS the City of Montréal has agreed to these modifications,

THAT the Draft Deed to modify the Development Agreement which was signed with the City of Montréal on 22 December 1988, as outlined in Document BG91-7-D61, be approved; and,

THAT Dr. Patrick Kenniff, Rector and Vice-Chancellor, and Dr. J. Charles Giguère Vice-Rector, Services, be authorized to sign, for and on behalf of the University, the said Deed of Modification and any other documents related thereto.

7. Addition to the Rector's Report of 19 June 1991 on Sundry Fees

The Rector reported that an increase in student residency fees was approved by the Office of the Rector in February 1991. This item should have been included in the Rector's Report on Sundry Fees in June, but had been overlooked.

8. Consent Agenda

8.1 Approval of a resolution giving the Quebec Ministry of Finance the mandate to negotiate a \$20 million Bond Issue on behalf of the University

The following resolution was adopted unanimously and without debate:

R91-76 IL EST RÉSOLU

de mandater le ministère des Finances du Québec pour:

- a) *placer un ou des emprunts de la Corporation par voie soit d'une ou de plusieurs émissions d'obligations, soit d'autres titres ou valeurs ou tout autre mode d'emprunt reconnu par la loi pour une valeur d'au plus 20 000 000 \$, sous réserve de l'obtention des autorisations requises du ministre de l'Enseignement supérieur et de la Science et de l'octroi par ce dernier ou, le cas échéant, par le Gouvernement du Québec, de subventions, payables à même les fonds à être votes annuellement par le Parlement du Québec, d'un montant suffisant pour payer aux échéances prévues le capital et les intérêts de ces obligations ou de ces emprunts;*
- b) *convenir avec les souscripteurs de ces émissions d'obligations des modalités de celles-ci ou convenir avec le prêteur des modalités de tels emprunts à long terme;*
- c) *retenir les services d'une société de fidéicommiss à titre de fiduciaire des détenteurs des obligations précitées et de registraire de celles-ci et convenir de sa rémunération, le cas échéant;*
- d) *retenir les services de l'imprimeur des obligations et convenir de sa rémunération, le cas échéant;*
- e) *retenir les services d'un conseiller juridique pour préparer la documentation pertinente à ces émissions d'obligations ou à ces emprunts à long terme et convenir de ses honoraires et déboursés, le cas échéant.*

8.2 Approval of a Draft Deed of Sale by the City of Montreal to Concordia University concerning the lane adjacent to Belmore St. and Terrebonne St.. N.D.G., and delegation of signing authority therefore

Several Governors objected to this motion because of the risk of liability should the property be found to be contaminated with PCBs or other toxic substances. The motion was withdrawn, to be postponed until an environmental assessment has been carried out attesting that the soil in the lane is free of contaminants. The Chairman asked Dr. Giguère to research costs and procedures of undertaking such a study, through the Office of Environmental Health & Safety within Concordia or through external consultants. He was asked to arrange to have the assessment performed, in consultation with the Real Estate Planning Committee, and to report to the Board when a report has been produced.

Me Gaudet was requested to prepare a resolution, to be submitted at the October meeting of the Board, which would establish environmental assessments as a routine requirement preceding any acquisitions of real estate by Concordia.

9. Reports of the Benefits and Pension Committees

In the absence of Mr. Lawless, the Chairman, Mr. Economides reported on the 5 September 1991 meetings of the Benefits and Pension Committees.

The Pension Committee approved the Report of the Auditors, Deloitte Touche, and approved, as well, payment of the fiduciary liability insurance premium (as required under Bill 116). The second quarter report of the fund manager's performance results was reviewed. The Annual General Meeting of the Pension Fund membership will be held on 29 October at 5:30 p.m. in the Hall Building. To this report, Dr. Proppe added that, under Bill 116, the Pension Committee is vested with final authority over all matters concerning the Pension Plan and that its decisions are reported to the Board for information only.

The Benefits Committee reviewed the Health Insurance Plan whose upcoming renewal will result in a 24.7% increase in health insurance premiums. Dr. Proppe added that enrollment was presently underway for those wishing to include same-sex spouses as beneficiaries of the health plan.

9A. Additional items

9A1 The CUSA Handbook

The Chairman read a letter which he had received from the President of the Concordia University Alumni Association concerning an article entitled "Just do it", which appeared in the 1991-92 CUSA Students' Handbook. The letter expressed concern that the sexually explicit article might offend Concordia's donors and discourage potential donors from

supporting the University. Me Gervais asked Ms. Brown, a co-president of CUSA, to explain.

Ms. Brown answered, saying that, as final editor, she accepted full responsibility for the contents of the handbook. The purpose of the article was, she explained, to educate members of the homosexual community about safe sex practices. Anyone who wished to discuss the matter further, Ms. Brown offered, could speak with her after the meeting.

Me Gervais advised Board members that an article had appeared in The Gazette, on Concordia's controversial students' guide. He referred the issue to the Executive Committee for discussion, and said that a report would be made to the Board in October.

9A.2 Establishment of an ad hoc committee to study procedures and structures of Evaluation and Advisory Search Committees

Me Gervais reported that it had become necessary to review the operations of evaluation and advisory search committees. Although seven years ago he had, himself, chaired an ad hoc committee with this purpose, it had clearly become time to reassess the process. Fundamental problems needed to be rectified: for example, committees' structures, he said, often did not ensure objectivity and it was evident, also, that the large number of committee members sometimes impedes efficiency.

Me Gervais named the following Governors as members of the ad hoc committee: Mr. R. Groome, Chairman, Dr. Henry Habib, Sister Eileen McIlwaine, Mr. Humberto Santos, Mr. Thomas Dowd, and Me Bérengère Gaudet (as secretary and voting member). Mr. Groome, he said, had agreed to chair the committee, whose mandate would be to study the composition, rules and procedures of evaluation and advisory search committees, and any other matters which it may deem necessary.

Dr. Sheinin made a plea that the review procedure should be frankly open and receptive, and that members of the University community should be consulted for their views. Dr. Kenniff gave the assurance that the committee would welcome representations from any interested parties.

Dr. Pallen asked precisely which positions are filled by evaluation or advisory search committees. The Rector responded that the Rector, Vice-Rectors, SecretaryGeneral, Academic Deans and the Director of Libraries are selected in that manner.

Me Gervais asked Mr. Groome to present a tentative schedule for the committee's programme at the October Board meeting.

It was moved and seconded (Kenniff, Ellen) and carried with one opposed and one abstention:

R91-77 *THAT an ad hoc committee be established to study the composition as well as all aspects of the operation of evaluation and advisory search committees and to make recommendations as to proposed amendments to the current rules and procedures; AND*

THAT the committee be composed of the following members. Mr. Reginald Groome, Chairman, Dr. Henry Habib, Sister Eileen McIlwaine, Mr. Humberto Santos, Mr. Thomas Dowd, and Me Bérangère Gaudet (as secretary and voting member).

9A.3 Announcement: Homecoming Events

Ms. Brodrick announced that Concordia's second annual "Homecoming" would be taking place from 3 October through 5 October. She outlined the Homecoming events and urged the Governors to participate.

10. Report of the Rector

The Rector opened his report by reiterating Ms. Brodrick's encouragement to the Governors to attend the Homecoming weekend, which promised to be very enjoyable.

Dr. Kenniff said that the Strategic Space Plan is proceeding on schedule. The Committee will distribute a set of scenarios to the Faculty Councils in October.

The Rector was pleased to announce that Concordia has received \$400,000 from the Honourable Gerry Weiner, federal Minister of Multiculturalism and Citizenship, toward the creation of a joint Chair, with UQAM, in Intercultural, Ethnic and Race Relations. Ibis is an initiative, he said, of which Concordia is very proud. The federal grant is a matching grant, to equal a private donation, and Concordia has applied for a provincial grant as well.

Dr. Kenniff reminded the Board that the Concordia Shuffle would take place on 27 September. The fundraising walk, which links the downtown and Loyola campuses, last year contributed \$27,000 to the student scholarship programme.

Finally, Dr. Kenniff extended his sincere wishes that Dr. Cohen will soon be fully recovered from his operation, to be back among us on campus, it is hoped, in early November.

11. Reports of the Vice-Rectors

11.1 Dr. Sheinin

Dr. Sheinin reported on the progress of three committees, as follows:

- (i) Her report on the Advisory Search Committee for the Dean of Graduate Studies was presented during the Closed Session.
- (ii) The review of the Faculty of Commerce and Administration, has been completed and would soon be distributed. The Advisory Search Committee for the Dean of Commerce and Administration will meet for the first time in October.
- (iii) The academic review of the Faculty of Engineering and Computer Science was currently underway; a document of self-appraisal generated by the Faculty had been received.

Me Gervais suggested that care should be taken to avoid relying excessively on Acting Deans; respecting the Faculty of Engineering and Computer Science, it was hoped that a new appointment would be made before the end of Dean Swamy's term. Dr. Sheinin agreed, but explained that the comprehensive academic review, which had taken two years, would soon result in a system which would enable the University to review a Faculty in the penultimate year of its Dean's term. She said that the review process, while lengthy and trying, must be seen as an integral part of Concordia's long term strategic plan.

Dr. Sheinin reminded the Governors that "Coffee with the Vice-Rector" evenings had resumed and invited everyone to attend on the third Tuesday evening of every month, at 7:30 p.m., at her office.

112 Dr. Cohen

In Dr. Cohen's absence, Dr. Proppe said that there was nothing to report on his behalf.

11.3 Dr. Giguère

Dr. Giguère reported that the number of buses in the shuttle bus system had been increased this year; additional, more comfortable, buses would soon be added and access for the handicapped would be improved. He added that repairs to the Hall Building escalators should be completed by December 1991.

The Board was informed that a facility for the safe storage of PCBs had recently been acquired on the Loyola campus, thanks to a provincial grant.

14. Termination

The meeting was adjourned at 9:30 a.m. Me Gervais announced that a ceremony to honour Governor Emeritus Mr. Maurice Bourgault would be held at the 16 October meeting of the Board, at 6:15 p.m. in the Loyola Faculty Club.

Bérengère Gaudet
Secretary of the Board of Governors